IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY APPLICATION NO.312 OF 1991
WITH
COMPANY APPLICATION (LODGING) NO.926 OF 2003
AND
CA NOS.563/1995 & 659/1999
IN
COMPANY PETITION NO.77 OF 1990

Jer Ruttan Kavasmaneck & Ors. ...Petitioners

Versus

Gharda Chemicals Ltd. & Ors. ...Respondents

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Mr.Cyrus Bharucha with Mr.Siddharth Srivastav i/b D.H.Law Associates for Petitioners.

Mr.Kumar Desai with Mr.Shehzad,Mr.A.K.Najam-es-Sani i/b Mr.R.A.K.Najam-es-Sani for Respondents 1 & 2.

Mr.Sunip K.Sen i/b Mr.R.A.K.Najam-es-Sani for Respondents 3 & 4.

Mr.T.N.Subramanian i/b M/s.Rustumji & Ginwala for Respondents 5, 9, 39 to 44.

Mr.T.N.Subramanian i/b M/s.Kanga & Co. for Respondents 11, 12 & 37.

Mr.T.N.Subramanian i/b M/s.Purnanand & Co. for Respondent No.13.

Ms.Alpana Ghone i/b Little & Co. for Respondents 14 to 21.

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CORAM: A.M.KHANWILKAR, J.

DECEMBER 12, 2007.

P.C.

1. This order will dispose of all these Applications. The leading Application being Company Application No.312 of 1991 is filed by the Petitioners in which ad-interim order was passed on 20th September 1991. For vacating the said order, the latter Application being Company Application (Lodging) No.926 of 2003, has been filed by Respondent No.13.

2. In Application No.312 of 1991 filed by the Petitioners, the principal relief claimed was for injunction against Respondent No.7 restraining Respondent No.7 from purchasing or accepting any further shares in Respondent No.1 company in its favour and from applying through Respondent No.1 for transfer of any further shares from any other member of Respondent No.1 in its favour and from exercising any rights as member of Respondent No.1 Company. This relief was claimed as the Respondent Company at the relevant time was a Private Limited

Company with restriction on transfer of shares. However, during the pendency of these Applications, the Respondent Company has become Public Limited Company. As a result, there can be no restriction on transfer of shares of a Public Limited Company. Counsel for the Petitioners submits that the Articles of Association impose certain restrictions in relation to transfer of shares.

3. Be that as it may, as the Respondent Company has now turned as Public Limited Company, nothing survives for consideration in the present Applications, except to observe that transfer of shares, if any, will have to be consistent with the Articles of Association of the Respondent Company and/or any other provisions of law. The same position would obtain in the companion Company Applications in view of the similar relief claimed therein as in Company Application No.312 of 1991.

3. Accordingly, all Applications are disposed of on the above terms.

A.M.KHANWILKAR, J.